

**KENTUCKY SECRETARY OF STATE
P.O.BOX 718
FRANKFORT, KY 40602**

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Certificate of Dissolution

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

**GREEN-METCALFE PROSPECT #1,
LTD**

did not file its 2008 annual report within sixty days after it was due. Accordingly, the Secretary of State administratively dissolved the limited partnership on November 1, 2008.

IMPORTANT NOTICE

**HUNTER DURHAM
130 PUBLIC SQUARE
P.O. BOX 100
COLUMBIA KY 42728-0100**



Tn6z

Trey Grayson
Secretary of State